

EXHIBIT D

From: Kate Swift <kate.swift@bartlitbeck.com>
Sent: Wednesday, October 24, 2018 10:43 AM
To: Peter Mougey; Laura Dunning
Cc: Jeff Gaddy; Kaspar Stoffelmayr; Sharon Desh
Subject: RE: Walgreens Custodians...

Peter,

I'm glad to hear it is highly unlikely you will seek lawyers later, though it does affect our calculus right now. If we agree to put off the lawyers for now, will you agree to take down Crawford? Based on what you all have said about why you want him, he overlaps with at least 6 other custodians, including Rex Swords, Vice President of Pharmacy Retail Operations and Planning, who has been at the company for a very long time.

BartlitBeck LLP

Katherine M. Swift | p: 312.494.4405 | c: 773.531-6118 | Kate.Swift@BartlitBeck.com | Courthouse Place, 54 West Hubbard Street, Chicago, IL 60654

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-----Original Message-----

From: Peter Mougey <pmougey@levinlaw.com>
Sent: Wednesday, October 24, 2018 10:36 AM
To: Laura Dunning <ldunning@levinlaw.com>
Cc: Kate Swift <kate.swift@bartlitbeck.com>; Jeff Gaddy <jgaddy@levinlaw.com>; Kaspar Stoffelmayr <kaspar.stoffelmayr@bartlitbeck.com>; Sharon Desh <Sharon.desh@bartlitbeck.com>
Subject: Re: Walgreens Custodians...

Kate - our thought on lawyers is it is highly unlikely we will ask for later but we can't agree to walk away w/o reviewing production. I hope y'all can understand our position on the lawyers.

Sent from my iPhone

> On Oct 24, 2018, at 11:09 AM, Laura Dunning <ldunning@levinlaw.com> wrote:

>

> Kate,

>

> In the spirit of trying to reach a solution, we agree to remove Mr. Berkowitz. We would also remove Christopher Morrison, who you have represented is largely duplicative of James Whited. We do not agree to remove Kermit Crawford.

>

> While we do not agree to give up the request for legal/compliance officer, we do agree to table the legal/compliance officer custodians question at this time until the parties have been able to engage in further discovery, pursuant to Special Master Cohen's instructions.

>

> Under that agreement, Walgreens would produce 35 total custodians at this time, with the potential to produce legal/compliance officer custodians at a later date if Special Master Cohen deems it appropriate.

>
> Thank you,
>
> Laura S. Dunning
> 205-396-5014
> ldunning@levinlaw.com
>
>
>
> -----Original Message-----
> From: Kate Swift <kate.swift@bartlitbeck.com>
> Sent: Tuesday, October 23, 2018 10:03 PM
> To: Laura Dunning <ldunning@levinlaw.com>; Peter Mougey <pmougey@levinlaw.com>
> Cc: Jeff Gaddy <jgaddy@levinlaw.com>; Kaspar Stoffelmayr <kaspar.stoffelmayr@bartlitbeck.com>; Sharon Desh
> <Sharon.desh@bartlitbeck.com>
> Subject: RE: Walgreens Custodians...
>
> Peter and Laura,
>
> In line with your proposal, we will agree to give you all but Berkowitz and Crawford (including one Mount Vernon SAIL coordinator), for a total of 14 of the 16 remaining custodians, if you agree to give up legal/compliance people such as Dwayne Pinon and not seek them later. If you don't agree, we will scale back the number of custodians we agree to provide accordingly. Either way, as we've said several times, we anticipate we will not be able to complete our production of the new custodial files by November 9. We are processing many of these files now, however, and will produce whichever we agree on promptly.
>
> I trust Peter has already had a beer by now, but we think this is a pretty good deal for your side, and you should all be happy with it. Please let us know if we have an agreement.
>
> BartlitBeck LLP
>
> Katherine M. Swift | p: 312.494.4405 | c: 773.531-6118 | Kate.Swift@BartlitBeck.com | Courthouse Place, 54 West Hubbard Street, Chicago, IL 60654
>
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> -----Original Message-----
> From: Laura Dunning <ldunning@levinlaw.com>
> Sent: Tuesday, October 23, 2018 3:13 PM
> To: Peter Mougey <pmougey@levinlaw.com>; Kate Swift <kate.swift@bartlitbeck.com>
> Cc: Jeff Gaddy <jgaddy@levinlaw.com>; Kaspar Stoffelmayr <kaspar.stoffelmayr@bartlitbeck.com>; Sharon Desh <Sharon.desh@bartlitbeck.com>
> Subject: RE: Walgreens Custodians...
>
> I think that is correct. If Crawford, Berkowitz, and Unnamed MV DC SAIL/CII Coordinator are included, it is 16.
>
> Laura S. Dunning
> 205-396-5014
> ldunning@levinlaw.com
>
>

>
> -----Original Message-----
> From: Peter Mougey
> Sent: Tuesday, October 23, 2018 3:07 PM
> To: Kate Swift <kate.swift@bartlitbeck.com>
> Cc: Jeff Gaddy <jgaddy@levinlaw.com>; Laura Dunning <ldunning@levinlaw.com>; Kaspar Stoffelmayr <kaspar.stoffelmayr@bartlitbeck.com>; Sharon Desh <Sharon.desh@bartlitbeck.com>
> Subject: Re: Walgreens Custodians...
>
> I think u are right. Am I missing something, Laura?
>
> Sent from my iPhone
>
>> On Oct 23, 2018, at 3:54 PM, Kate Swift <kate.swift@bartlitbeck.com> wrote:
>>
>> Thanks, Peter. The Mount Vernon DC person is already on my list as one of those in dispute at the bottom. By my count, it's 16. What am I missing?
>>
>> BartlitBeck LLP
>>
>> Katherine M. Swift | p: 312.494.4405 | c: 773.531-6118 | Kate.Swift@BartlitBeck.com | Courthouse Place, 54 West Hubbard Street, Chicago, IL 60654
>>
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>> -----Original Message-----
>> From: Peter Mougey <pmougey@levinlaw.com>
>> Sent: Tuesday, October 23, 2018 2:49 PM
>> To: Kate Swift <kate.swift@bartlitbeck.com>
>> Cc: Jeff Gaddy <jgaddy@levinlaw.com>; Laura Dunning <ldunning@levinlaw.com>
>> Subject: Walgreens Custodians...
>>
>> Kate - your list, plus the sail coordinator/ch manager/coordinator for mt. Vernon dc, is the universe. That is 17 people. You have agreed to 7 and offered for us to pick two more from the gray area. We started at 25 and believe our total custodian number is imminently reasonable and don't believe we should walk away from anymore. To try and bring this in for a landing we can walk away from 2 from the list of 17.
>>
>> I think u should take our offer, have a beer or whatever you do to relax, and enjoy a well negotiated deal. You did a good job.
>>
>> We will put on hold the attorneys/compliance issues.
>>
>> Sent from my iPhone